

SHARTSIS FRIESE LLP
 JAMES P. MARTIN (Bar No. 170044)
 RICHARD MUNZINGER (Bar No. 217902)
 One Maritime Plaza, 18th Floor
 San Francisco, California 94111
 James P. Martin, Esq.
 Richard Munzinger, Esq.
 Telephone: 415-421-6500
 Facsimile: 415-421-2922

Attorneys for Plaintiff

ZAPPOS.COM, INC.

QUINN, EMANUEL URQUHART OLIVER & HEDGES, LLP
 CLAUDE M. STERN (Bar No. 96737)
 MARGRET M. CARUSO (Bar No. 243473)
 555 Twin Dolphin Drive, Suite 560
 Redwood Shores, California 94065
 Phone: (650) 801-5000
 Facsimile: (650) 801-5100

Attorneys for Defendant

SHOEBUY.COM, INC.

UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 SAN FRANCISCO DIVISION

<p>ZAPPOS.COM, Inc., a California Corporation,</p> <p>Plaintiff,</p> <p>v.</p> <p>SHOEBUY.COM, INC., a Delaware Corporation,</p> <p>Defendant.</p>	<p>Case No. CV 06-5476 PJH</p> <p>STIPULATION AND [PROPOSED] ORDER OF DISMISSAL WITH PREJUDICE</p>
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STIPULATION

IT IS HEREBY STIPULATED, by and between Plaintiff Zappos.com, Inc. ("Zappos") and Defendant Shoebuy.com, Inc. ("Shoebuy"), through their respective counsel of record, that:

STIPULATION AND [PROPOSED] ORDER OF
 DISMISSAL WITH PREJUDICE
 CV 06-5476

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1 1. Zappos filed the Complaint in this action on September 6, 2006, asserting claims
2 against Shoebuy;

3 2. Shoebuy filed an Answer on October 10, 2006;

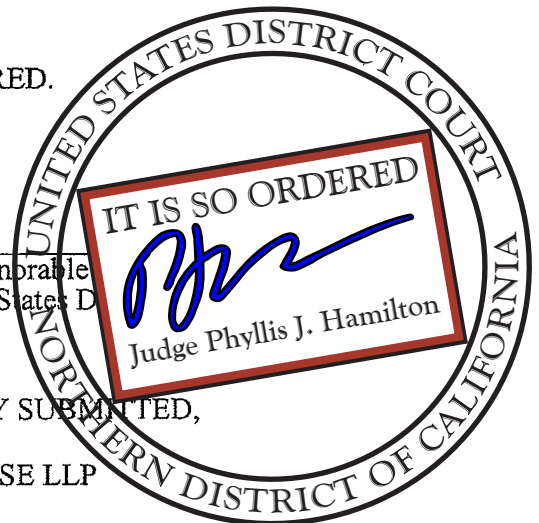
4 3. Because the parties have reached a settlement in this action, Zappos hereby
5 dismisses its claims against Shoebuy with prejudice pursuant to Federal Rule of Civil Procedure
6 41(a);

7 4. Each party will bear its own legal expenses, including without limitation,
8 attorneys' fees and costs; and

9
10 PURSUANT TO STIPULATION, IT IS SO ORDERED.

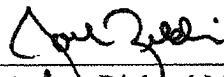
11
12 Dated: 3/7/07

13 The Honorable
14 United States District Judge



15 Dated: March 7, 2007

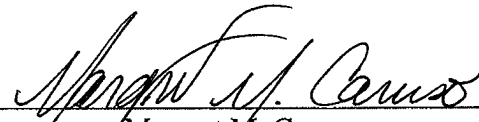
16 RESPECTFULLY SUBMITTED,
17 SHARTSIS FRIESE LLP

18 
19

20 Richard Munzinger
21 Attorneys for Plaintiff
22 ZAPPOS.COM, INC.

23 Dated: March 7, 2007

24 QUINN, EMANUEL URQUHART OLIVER &
25 HEDGES, LLP

26 
27 Margret M. Caruso
28 Attorneys for Defendant
SHOEBUY.COM, INC.